

**COPY** #5**DECLARATION, POWER OF ATTORNEY AND PETITION**

As below named inventors, we hereby declare that:

Our residences, post office addresses and citizenship are as stated below next to our names.

We believe we are the original, first and joint inventors of the subject matter which is claimed and for which a patent is sought on the invention entitled **ONLINE SYSTEM AND METHOD FOR LOCATING AND REFERRING AN AUTOMOBILE DEALER TO CUSTOMERS**, the specification of which was filed November 13, 2001, having a serial number of 10/054,106.

We hereby state that we have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above.

We acknowledge the duty to disclose information which is material to the examination of this application in accordance with 37 C.F.R. § 1.56(a).

We hereby claim foreign priority benefits under 35 U.S.C. § 119 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application of which priority is claimed.

PRIOR FOREIGN APPLICATION(S)

| Number | Country | Filing Date | Priority Claimed? |
|--------|---------|-------------|-------------------|
|--------|---------|-------------|-------------------|

We hereby claim the benefit under 35 U.S.C. § 120 or 35 U.S.C. § 119 (e) of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of 35 U.S.C. § 112, we acknowledge the duty to disclose material information as defined in 37 C.F.R. § 1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application:

PRIOR UNITED STATES APPLICATION(S)

| Application Serial No. | Filing Date | Status |
|------------------------|-------------------|--------|
| 60/247,940 | November 13, 2000 | |

We hereby declare: All statements of our own knowledge are true, and we believe that all statements made on information and belief are true. We make these statements with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. § 1001 and that such willful false statements may jeopardize the validity of the application or any patent issued on the application.

POWER OF ATTORNEY

We appoint the following as our attorneys with full power of substitution and revocation, to prosecute said application and to transact in connection therewith all business in the Patent and Trademark Office and before competent International Authorities:

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|-----------------------------|------------------------------------|-----------------------------|-----------------------------|
| Berman, C., Reg. 29,249 | Darrow, C., Reg. 30,166 | Hickman, P.L., Reg. 28,516 | McKinley, D., Reg. 42,867 |
| Bobys, M.P., Reg. 45,267 | Diepenbrock III, A.B., Reg. 39,960 | Hilberg, C.R., Reg. P48,740 | McRoss, L., Reg. 40,427 |
| Bosworth, M.K., Reg. 28,186 | Edwards, W.G., Reg. 44,426 | Hughes, M.J., Reg. 29,077 | Morton, C.A., Reg. 44,954 |
| Bovasso, L.J., Reg. 24,075 | Farber, M., Reg. 32,612 | Inskeep, J.W., Reg. 33,910 | Nader, R., Reg. P47,260 |
| Boyce, J., Reg. 40,920 | Guernsey, L.B., Reg. 40,008 | Kennedy, B., Reg. 33,407 | Roberts, R.E., Reg. 38,597 |
| Brown, M.E., Reg. 28,590 | Guillot, R.O., Reg. 28,852 | Khan, T., Reg. 46,273 | Rose, A. C., Reg. 17,047 |
| Burton, D.L., Reg. 45,323 | Hamrick, C.A.S., Reg. 22,586 | Kudla, J.P., Reg. P47,724 | Rosenberg, C., Reg. 31,464 |
| Canter, B., Reg. 34,792 | Hansen, S.R., Reg. 38,486 | Larson, D.N., Reg. 29,401 | Sherry, L., Reg. 43,918 |
| Chen, A., Reg. P48,508 | Harris, M.D., Reg. 26,690 | Lazaris, S.J., Reg. 45,981 | Smith, G.P., Reg. 20,142 |
| Chou, C., Reg. 41,672 | Hayden, R.D., Reg. 42,645 | Lervick, C.J., Reg. 35,244 | Swienton, B., Reg. 49,030 |
| Coleman, B.R., Reg. 39,145 | Heyninck, M., Reg. 44,763 | Lieske, S.C. Reg. 47,749 | Valencia, R.A., Reg. 43,216 |
| Cullman, L.C., Reg. 39,645 | | MacLean, K.A., Reg. 31,118 | Wood, G.B., Reg. 28,133 |
| | | Maddux, M.M., Reg. P50,962 | Wrigley, B.A., Reg. 34,950 |

whose address is:

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Address all communications and telephone calls to Michael D. Harris of the below-listed firm at (310) 788-5043 and at e-mail address MHarris@ppenheimer.com.

Wherefore we pray that Letters Patent be granted to me for the invention or discovery described and claimed in the foregoing specification and claims, and I hereby subscribe my name to the foregoing specification and claims, declaration, power of attorney, and this petition.

Full name of first inventor: Steven S. Center

Inventor's signature Steven S. Center Date 3-5-2002

Residence: Palos Verdes, California

Citizenship USA

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Full name of second inventor: John P. Fulcher

Inventor's signature J. Fulcher Date 3-14-2002

Residence: Newport Coast, CA

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Full name of third inventor: Thomas G. Elliott

Inventor's signature T. G. Elliott Date 3-15-02

Residence: Hermosa Beach, CA

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Full name of fourth inventor: Richard E. Colliver

Inventor's signature Richard E. Colliver Date 3-14-02

Residence: LONG BEACH, CALIFORNIA

Citizenship USA

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Full name of fifth inventor: Michael S. Keranen

Inventor's signature Michael S. Keranen Date 3.5.02

Residence: Long Beach, California

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Full name of sixth inventor: Roy T. Nakahira

Inventor's signature Roy T. Nakahira Date 3/14/02

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